

Attorney Docket No: SBTZ.0040002

PATENT

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re application of Mark C. Sullivan

Serial No.: 09/924,542

Examiner: Kevin M. Burd

Confirmation No.: 1986

Art Unit: 2631

Filed: 8/9/2001

For: SYSTEM AND METHOD FOR FAST CODE PHASE AND CARRIER FREQUENCY
ACQUISITION IN GPS RECEIVERCommissioner for Patents
Alexandria, VA 22313-1450

REVOCATION AND NEW POWER BY ASSIGNEE

The Assignee of the entire right, title, and interest in the above-identified application hereby revokes all previously granted powers and grants the registered practitioners of the Law Office of Duane S. Kobayashi included in the Customer Number provided below power to act, prosecute, and transact all business in the U.S. Patent and Trademark Office in connection with this application, any applications claiming priority to this application, and any patents issuing therefrom.

The assignee certifies that to the best of its knowledge and belief it is the owner of the entire right, title, and interest in and to the above-identified application as evidenced by:

1. An assignment from Mark C. Sullivan to Eagle Eye, Inc. previously recorded in the U.S. Patent and Trademark Office at Reel 012293, Frame 0646; and
2. A Certificate of Amendment changing the name of Eagle Eye, Inc. to SkyBitz, Inc., a copy of which is enclosed herewith.

Please direct all telephone calls and correspondence to:

Law Office of Duane S. Kobayashi
1325 Murray Downs Way
Reston, VA 20194
Tel: (703) 464-7902
Fax: (703) 935-0276

CUSTOMER NUMBER: 34611

The undersigned is empowered to sign this statement on behalf of the assignee.

Date:

10/12/03

Signature:

Name: Rick Burtner

Title: Chief Financial Officer

Company: SkyBitz, Inc.

COPY

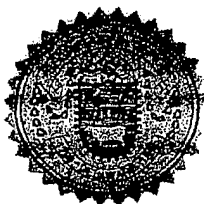
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "EAGLE EYE, INC.", CHANGING ITS NAME FROM "EAGLE EYE, INC." TO "SKYBITZ, INC.", FILED IN THIS OFFICE ON THE THIRD DAY OF JANUARY, A.D. 2003, AT 1:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2186286

DATE: 01-06-03

**CERTIFICATE OF AMENDMENT
OF THE
SECOND AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
EAGLE EYE, INC.**

Pursuant to the provisions of Section 242 of the General Corporation Law of the State of Delaware ("DGCL"), it is hereby certified that:

1. The name of the corporation is Eagle Eye, Inc. (the "Company").
2. The certificate of incorporation of the Company, as amended and restated to date, is hereby amended by deleting ARTICLE FIRST thereof in its entirety and substituting in lieu of said ARTICLE FIRST the following new Article:

"FIRST: The name of the corporation (the "Company") is:

SkyBitz, Inc."

3. The foregoing amendment of the certificate of incorporation herein certified has been duly adopted by the unanimous written consent to action without a meeting of the Board of Directors of the Company in accordance with the provisions of Sections 141(f) and 242(b) of the DGCL, and the written consent of the holders of at least a majority of the outstanding shares of capital stock of the Company in accordance with the provisions of Sections 228 and 242(b) of the DGCL (prompt notice of such action having been or to be given to those stockholders who did not consent in writing).

The undersigned does make this Certificate of Amendment to the Second Amended and Restated Certificate of Incorporation, hereby declaring, affirming, acknowledging and certifying, under penalties of perjury, that this is the act and deed of the undersigned and that the facts stated herein are true, and accordingly have hereunto set his hand this 3rd day of January, 2003.

EAGLE EYE, INC.

/s/Matthew Schor
Matthew Schor, President